



MISSOURI ARCHITECT

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President's Letter

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Dear Members:

It has been a significant period since my last message. Those of you that attended "Architect's Day" in St. Louis last May will recall a charge given that affiliation with the A.I.A. be explored.

All during the summer no external evidence of this charge was apparent but the Long Range Planning committee was very, very busy. Status of membership, conformance with by-laws, adherence to statute, accomplishment of purpose, acceptance by organization involved represent only some of the many areas of affiliation that had to be investigated, analyzed and resolved. Your committee performed yeoman service.

By October a plan of affiliation was ready. Its provisions met all statutory requirements, all organizational provisions of the American Institute of Architects, the concurrence of the Boards of the three A.I.A. chapters in Missouri, the restrictions of our own by-laws and the solutions to the many administrative problems concomitant to any merger.

Accordingly, this plan was presented to the membership for consideration at a special meeting in Jefferson City on November 21, 1969. Knowing that not all members would be able to attend, provision was made that absentee ballots might be cast. All documents and description relating to the merger were mailed each member that his vote would be informed.

Your officers and Directors, all during this process, were not so much apprehensive as concerned that each member of M.A.R.A. would understand the provision of the proposed merger. It was felt that a paucity of mailed ballots would indicate indecision and question on the part of the member. That attendance and discussion at the November Special Meeting would be heavy. And perhaps heated.

There need have been no fears. A number of our members were on hand for the meeting. Some spoke in opposition to the plan for merger. There were questions as to legality and method. Counsel defended the plan easily with reference to Missouri statute and affirmed its correctness as to procedure. Some points of information were raised, answers were given to questions quite easily. Accordingly, a tabulation of votes was ordered. Members present could submit sealed ballots if they did not wish to exercise the mail vote received earlier. A tellers committee was appointed and the meeting recessed while the ballots were being verified and tabulated.

The count, as you now know, was 179 for and 60 against the merger. The plan carried.

At this time notification has been received that the Kansas City and Springfield Chapters, A.I.A., have ratified the plan. Affirmative action from St. Louis is anticipated after its January business meeting. The A.I.A. has approved the plan subject to ratification by the three chapters.

Following affirmative action by the St. Louis Chapter, actual drafting of the new charter, which will make us the Missouri Council of Architects can commence. By May of 1970 M.C.A. should be a legal reality. Architect's Day proceedings will be concerned with our expanded horizons.

The future can be what we choose to make it.

Kenneth E. Coombs
President



The Editor Observes:

With the results in on the vote at the Nov. 21st Special Meeting in favor of affiliation of MARA into a State Chapter of the A.I.A. at roughly three to one, officially 179 for, 60 opposed, we should all be concerned with where we go from here. Great care was taken that the membership had ample opportunity to express its wishes. Gene Lefebvre, and Herb Duncan and the committee should be commended on their hours of hard work in serving the profession. It would seem to me that the majority, who were concerned enough to vote, felt as I do that certain areas of duplication could be eliminated, better coordination of the three A.I.A. chapters on a state level among other distinct advantages. In view of MARA's declining number of members in past years hopefully this change will best serve interests of the profession.

I have been told by Mr. Bruce Gallan, AIA National Director, Component Affairs that the National Directors have given their approval pending the approval of the three Missouri chapters. The chapters will vote at their earliest opportunity. Probably before this is published we will know the results of the Chapter vote.

A friend of mine, who has been responsible for a large amount of building in the last thirty years, told me of an article he had read recently which stated that the Architect is losing his position of leadership in the Construction Industry. It seems that we are well into the age of the computer which has been developed to the point where it can beat man at checkers. The computer has been the tool most responsible for man going to the moon and returning. It has been claimed that by programming, all manner of things seem to be within its realm including: architectural drafting, perspective drawing, structural analysis, even problem solving concerning man's environment. Our society is full of rebels who would destroy all of our institutions and frequently have nothing equally good to put in their place.

If affiliation of MARA can help us keep abreast of some of the rapid technological changes as the National AIA indicates by the use of a central point in each state or region to disseminate information such as computerized specifications or other matters concerning our profession, I'm pleased that we have made the recent step. Even those opposing the affiliation felt that they had the best interests of the profession at heart and I'm sure the majority of them will continue giving their best efforts.

Hal W. Hawkins

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MISSOURI ARCHITECT

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THE COVER — Shown is the facade of the newly opened Osaka Merchandise Mart, tallest building in western Japan. The 22-story complex is 78 meters high, has four floors underground, total floor space of 131,415 square meters and parking for 700 cars. View is from sunken garden.

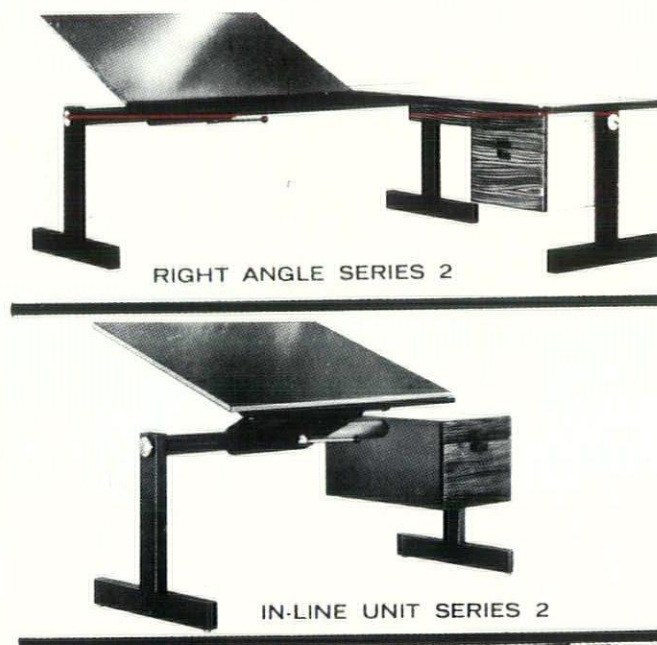
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... MARA Members Approve Affiliation with AIA

At a November 21st Special Meeting MARA members voted almost 3 to 1 to affiliate the Missouri Association of Registered Architects with the American Institute of Architects.

The vote, including proxies, was 179 for affiliation, 60 against.

As approved by the members, a new corporation, The Missouri Council of Architects, Incorporated, will be formed. The new corporation is to be a state organization of the AIA and it is with this body that MARA will merge.

Events leading up to the action began with the adoption of a resolution at the May, 1969 annual business meeting authorizing the board of directors "to develop the organizational and administrative procedures necessary toward affiliation of MARA with the American Institute of Architects and to report its recommendations at a special meeting of MARA this Fall."

The plan of affiliation was prepared by the Long Range Planning Committee under the chairmanship of Gene E. Lefebvre. It was reviewed by the MARA Board at an October 2nd meeting and, following revisions recommended by the Board, and a review by Legal Counsel John E. Burruss, Jr., mailed the members Oct. 20th.

Missouri's three AIA Chapters, along with the American Institute of Architects, must now endorse the affiliation before the necessary steps toward affiliation can be taken. The Executive Committees of

each of the Chapters had endorsed the plan prior to MARA Board approval.

New By-Laws Adopted

Adoption of the plan of affiliation, which is reprinted on the next page, included the adoption of new By-Laws. These, which lowered the dues of the state organization from \$15 to \$10 annually, are also reprinted in this issue of The Missouri Architect.

In the future, dues for the state organization will be collected by each of the AIA Chapters and forwarded to the state office. However, to provide operating funds until the affiliation is completed, members have been sent dues statements from the MARA office for 1970 dues in the amount of \$10.

State Office and Magazine Unchanged

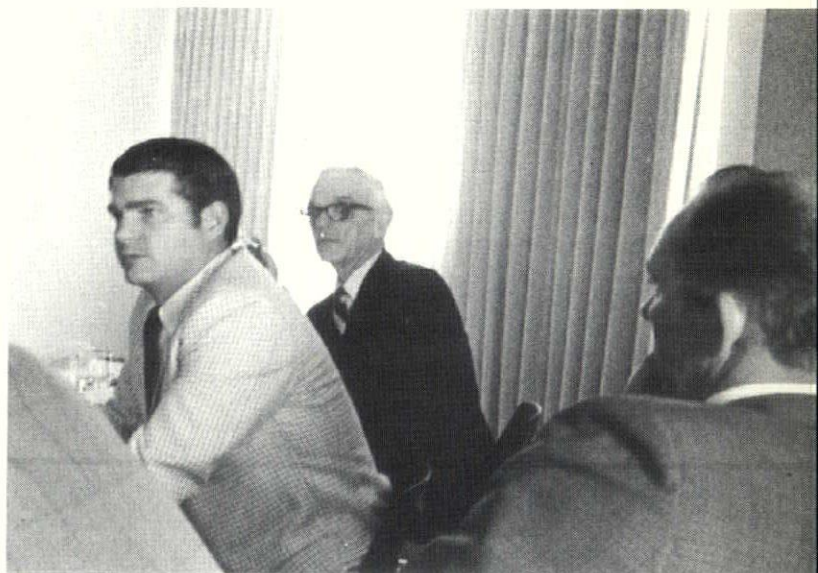
Under the plan of affiliation, the state organization will continue to have its headquarters in Missouri's Capitol City and The Missouri Architect will continue to be the official publication of Missouri's architects.

The present Board of Directors of MARA will serve as the initial board of the Missouri Council of Architects when it is incorporated prior to the annual meeting in May, 1970. The Presidents of the AIA Chapters in Missouri will serve on the new board.

The election of new Directors is to be the first order of business at the 1970 annual meeting.



Gene Lefebvre, standing, Chairman of the Long Range Planning Committee, reviews proposal for MARA/AIA affiliation with Board of Directors at Oct. 2nd meeting. —Photo by Hal W. Hawkins



Herbert E. Duncan, Jr., left, Board Liaison with Long Range Planning Committee, answers one of many questions posed at Oct. 2nd Board meeting. — Photo by Hal W. Hawkins

... MARA/AIA Plan of Affiliation

In May of 1969, the Board of Directors of MARA was authorized:

"to develop the organizational and administrative procedures necessary toward affiliation of MARA with the American Institute of Architects and to report its recommendations at a special meeting of MARA this Fall."

Having further determined that it was in the best interest of its members to affiliate with the American Institute of Architects as a State Organization of said Institute, pursuant to the Laws and Statutes of the State of Missouri, the Board of Directors prepared the following Plan of Affiliation and recommended its approval and adoption by the membership of MARA at a Nov. 21 meeting.

This Plan of Affiliation, prepared with the full knowledge and approval of the American Institute of Architects and the Executive Committees of the St. Louis, Kansas City and Springfield Chapters of AIA, was approved by a 179-60 vote of MARA members:

1. NAME

The name of the new corporation shall be THE MISSOURI COUNCIL OF ARCHITECTS, INCORPORATED — A STATE ORGANIZATION OF THE AMERICAN INSTITUTE OF ARCHITECTS. It is hereafter referred to as the Council or by the initials MCA.

2. PURPOSE

The purpose of the Council shall be to organize and unite in fellowship the architects of the State of Missouri so as to combine their efforts to make the profession of ever-increasing service to the Community. The Council shall function as the statewide representative of the Architectural Profession for the various Chapters of the American Institute of Architects chartered within the State of Missouri.

3. ORGANIZATION

The new corporation will be non-profit and will be organized in such manner that it shall be a State Organization of the American Institute of Architects.

4. MEMBERSHIP

Membership in the new corporation will be available to all architects registered to practice in the State of Missouri who live within the assigned limits of an AIA Chapter in Missouri. The initial membership of the new corporation shall be as follows:

- a. All present members of the American Institute of Architects assigned to the St. Louis, Kansas City and Springfield Chapters shall be members of the new corporation holding the same category of membership as presently held.
- b. All Associates of the said Chapters of the American Institute of Architects shall be Associates of the new Corporation holding the same category of Associateship as presently held.

c. All members of the Missouri Association of Registered Architects who are also Corporate members of AIA will continue that category of membership in the new corporation.

d. All members of the Missouri Association of Registered Architects in good standing who are not Corporate members of the AIA shall be favorably recommended to the Institute by the Executive Committee of the Chapter to which the AIA membership would be assigned upon application for such corporate membership.

e. All present members of the Missouri Association of Registered Architects in good standing who are 60 years of age or over, who are not members of AIA, and who do not wish to become members of AIA, will have the option of being Special Members of the Council upon payment of annual dues of \$10.00. Full voting privileges will be allowed for all matters except those related to National policy of AIA.

f. All present members of the Missouri Association of Registered Architects who are not members of AIA and do not wish to become Corporate members of AIA, will have the further option of becoming Professional Associates of the applicable Chapter for their initial three years of membership.

g. Those persons now holding life membership in the Missouri Association of Registered Architects will continue to hold that membership in the new corporation.

5. EXECUTIVE DIRECTOR

It is the intent of the proposal that the Annual Budget of the Council include funds for an Executive Director with offices in Jefferson City, Missouri.

6. DUES

Except as hereinafter provided, the St. Louis, Kansas City and Springfield Chapters American Institute of Architects will be assessed in the amount of \$10.00 with respect to each Corporate and each Professional Associate member of each Chapter. The cumulative total of this billing will be forwarded annually to MCA by each AIA Chapter. Those Architects who belong to the SPECIAL MEMBER category of MCA will pay annual dues of \$10.00 directly to the Executive Office of the Council.

7. MARA BANK ACCOUNT

Present MARA funds will be transferred to the bank account of the new Corporation.

8. MEETINGS

There shall be an Annual Meeting of the Membership of the Council for the purpose of electing Directors and transacting any other business which may properly come before the Meeting. Registered Architects in the State of Missouri who do not belong to the Council will also be invited to attend each Annual Meeting.



Members of Directors are serious at Board Meeting preceding Nov. 21st Special Meeting.



Members of Directors are serious at Board Meeting.



President Coombs presides, Gene Lefebvre listens, and Executive Director takes notes at Nov. 21st Special Meeting.



Members prepare for balloting at Special Meeting.

— Photos Courtesy of Hal W. Hawkins

Special Meetings of the Membership of the Council shall be held as authorized by the Council Bylaws.

9. PUBLICATIONS

"THE MISSOURI ARCHITECT" will continue as the publication of the new corporation subject to review by the Board of Directors and the membership.

10. BYLAWS

The Bylaws of the new corporation shall be in such form as to qualify the Corporation as a State Organization of the American Institute of Architects. The initial Bylaws have been prepared in accordance with the current edition of the AIA document "ADVISORY FORM OF BYLAWS FOR A PARALLEL MEMBERSHIP TYPE OF STATE ASSOCIATION AMERICAN INSTITUTE OF ARCHITECTS." These Bylaws are included as **SUPPLEMENT A** to the Plan of Affiliation.

It is the intention of this proposal that the appropriate Committee review these Bylaws and make recommendations for changes or modifications at the Annual Meeting in May of 1970.

11. BOARD OF DIRECTORS

Upon completion of the merger of MARA into the new corporation (MCA), the presidents of the three AIA Chapters in Missouri at the date of the merger will be added to the present Board of Directors of MARA as ex-officio members. This newly constituted board will serve as the initial Board of Directors of MCA.

The election of new Directors will be the first order of business at the first annual meeting of MCA in May of 1970. The Bylaws of MCA (Addendum A to the Plan of Affiliation) require the election of 13 Directors on the same geographic basis as approved by the membership of MARA at its annual meeting in May of 1969.

12. OFFICERS

The officers of the new corporation shall consist of a President, Vice-President, Secretary, and Treasurer. The present officers of MARA will serve as the initial officers of MCA. New officers will be elected by the Board of Directors at the annual meeting in May of 1970 in accordance with the Bylaws of MCA (Addendum A to the Plan of Affiliation).

13. INSURANCE AND PENSION PROGRAMS

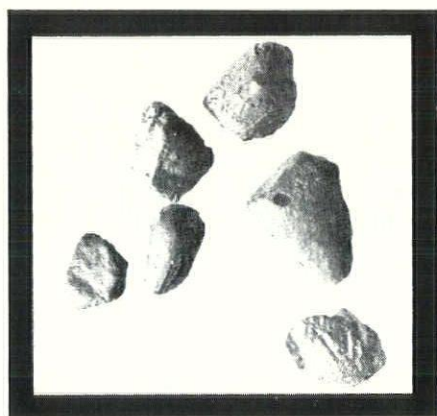
Insurance and pension programs prepared for use by members of the American Institute of Architects will be available for all members of the new corporation.

14. APPROVAL OF AFFILIATION

If this Plan of Affiliation is approved at the special meeting of the MARA membership on November 21, 1969, and subsequently approved by the Board of Directors of the American Institute of Architects and the membership of the St. Louis, Kansas City and Springfield Chapters of the AIA, this Plan shall then be implemented. This Plan shall become void if not implemented with the true intent of affiliation on or before May 1, 1970.



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... Court Rules Against Kentucky Engineer

The Franklin Circuit Court of Kentucky has enjoined an engineer from the practice of architecture.

The ruling was made in connection with the engineer's design of a nursing home.

"The legislature has chosen to provide separate regulation of the professions of engineering and architecture," the court stated. "It must be considered as having established a policy which embraces both regulatory acts."

In rejecting the argument of the engineer that the definition of engineering was broad enough to encompass the planning and design of any structure involving the application of engineering principles, the court replied that the engineering definition related to buildings is limited to professional services in connection with structures, and that the definition of the practice of architecture removes any doubt because it covers the design of any building.

The court concluded that the "planning of all structures erected for the primary purpose of sheltering human beings is the field of the architect. If it were otherwise, the legislature would have made a meaningless distinction in its attempt at a separate regulation of the two professions."

The court held regarding the mutual exceptions in the two laws, that of "incidental" practice in the other field, fortified the reasoning of two separate and distinct professions.

Refuse Threat to Natural Beauty

One of today's greatest threats to the natural beauty of our environment is the growing amount of refuse carelessly disposed of each year by Americans.

With a daily up-rising population — already in excess of 200 million and expected to double by the year 2000 — refuse disposal has reached a problem of enormity. Affluence in the U. S. has created a new high in the consumption of consumer goods but, negatively, has spawned new mountains of waste materials.

How big is the problem? Americans dispose of more than 250 tons of refuse a minute; 362,000 tons a day; almost 20,000,000 tons a year! This includes 48 billion cans (more than 250 per person a year), 25 billion bottles and jars (135 per person); and 65 million metal and plastic caps and crowns.

Each New York City resident, on the average, disposes of 4½ pounds of garbage daily, enough to fill the 102-story Empire State Building 15 times!

How are cities tackling the problem? Most successful method is the sanitary landfill. The City of Los Angeles, for example, finds the sanitary landfill one of the least expensive methods and yet one which sets the stage for the development of the landscape under what it terms its "beauty method". The city uses 1,160,000 tons of garbage and refuse a year to fill canyons and gravel pits . . . thus setting the stage for later conversion to park land, golf courses and other beautification programs.

"If" New Publication

The publication of an innovative new quarterly newsletter, designed to revitalize information use within the building profession, has been announced by co-publishers Washington University and the University of Montreal. The newsletter, "Industrialization Forum", ("IF") represents a progressive response from within the building industry to a problem which besets almost all elements of modern society — an overwhelming mass of information which actually inhibits use of knowledge. "IF", which is a significant example of Canadian-American cooperation, is directed toward effective dissemination and use of knowledge and research, and its distribution to those in the building industry who are sensitive to change. It will emphasize new and meaningful change in building, illuminating various problem areas.

Articles will be printed on tear-out sheets. Furthermore, members of the "IF" staff will serve as intermediaries for encouraging contacts among individual readers and contributors. "IF" will be distributed in both English and French editions.

Co-editors are Colin H. Davidson, professor of architecture at Washington University and the University of Montreal, and Arnold S. Rosner, professor at the University of Washington in Seattle. Twelve internationally renowned experts on industrialization in building, including George Anselevicius, dean of Washington University's School of Architecture, will serve on an advisory panel for the newsletter.

Subscriptions are \$5 a year, although donor subscriptions are available. Information and complimentary copies of the first issue, may be obtained from Washington University, Box 1079, St. Louis, Mo.

Sverdrup and Associates Announces Promotions

General L. J. Sverdrup, the founder and now Chairman of the Board and Chief Executive Officer of Sverdrup & Parcel and Associates, Inc., Engineers-Architects, St. Louis, Missouri, announces the following changes in the firm's organization.

E. R. Grant, a member of the Board of Directors of the organization since 1946, was made an Advisory Director.

D. C. Wolfe, a member of the Board of Directors of the organization since 1947, was made an Advisory Director.

R. C. West, Executive Vice President, was elected to the Board of Directors.

C. L. Cutting, Vice President and Regional Manager of the firm's San Francisco office, was elected a member of the Board of Directors.

W. F. Littlefield, Assistant Vice President and Regional Manager of S&P's Jacksonville operation was elected Vice President.

E. S. Davis, formerly Assistant Secretary and General Counsel, has been made Secretary and General Counsel and elected to the Board of Directors.

H. Tracy Huston, attorney with the firm since 1964, was elected Assistant Secretary.



Wayne Johnson

Johnson-Moore Firm Wins Courthouse Design Contest

The Springfield architectural firm of Johnson and Moore has been named the winner of the \$9,000 first prize in the Greene County Courthouse Design Contest.

Second prize of \$2,500 went to Marshall-Waters, and third prize of \$1,500 went to Robert W. Engel.

Eugent George, architect of Austin, Texas, who acted as professional advisor for the competition which was limited to local architects, said seven entries were submitted and all were "considered acceptable in all essential respects."

Numbers were assigned to each of the seven entries and not until the decision was made by the judges was the name of the winner known, George said.

Greene County presiding judge W. Fred Schaefer was notified of the decision made by the judges and he and George made the public announcement of the winners.

Judges were Peter Blake, New York City architect and editor of *The Architectural Forum*; Robert Harris, architect and head of the department of ar-

chitecture at the University of Oregon; and C. William Brubaker, architect with the Perkins and Will partnership of Chicago.

Said George, in commenting on the winning design for the court building addition:

"It seemed the most clearly organized in terms of complex circulation requirements and control, both within the building and in relation to surrounding spaces and structures."

The judges in their report noted that in separating different elements within the building, the design tended to give each a maximum of natural light and achieved a "clear expression of the courtroom functions."

"The incorporation of the existing jail within the new building is both ingenious and economical," stated the report, adding that the plans for the second phase addition were arranged, as much as possible, to eliminate interference with the use of the building during the construction period.

It was the first A.I.A. sponsored competition to be held in Springfield.



. . . Bylaws For MCA Adopted At Special Meeting

ARTICLE I — NAME OF THE ASSOCIATION

Section 1.

- a. The name of this organization is The Missouri Council of Architects, Incorporated. It is a state organization of the American Institute of Architects and is referred to in these Bylaws as the Council.

ARTICLE II — DEFINITIONS

Section 1.

- a. The term "Institute" or "Chapter" or "Section of a Chapter" as used in these Bylaws shall refer to "The American Institute of Architects" as incorporated under the laws of the State of New York, or its local Chapters or Sections of Chapters established or to be established in the future within the State of Missouri.
- b. Reference to "Council", "Board", "Committee", "Officer", "Members", "Meeting" or similar designations shall pertain or refer to The Missouri Council of Architects, Incorporated.

ARTICLE III — PURPOSES

Section 1.

- a. The purposes of the Council shall be to organize and unite in fellowship the architects of the State of Missouri to combine their efforts so as to promote the aesthetic, scientific and practical efficiency of the profession; to advance the science and art of planning and building by advancing the standards of architectural education, training, and practice; to coordinate the building industry and the profession of architecture to insure the advancement of the living standards of our people through their improved environment; and to make the profession of ever-increasing service to society.
- b. The Council shall function as the statewide representative of and unifying body for the various Chapters and Sections of Chapters of the American Institute of Architects chartered within the State of Missouri on matters of statewide interest affecting the interests of such Chapters and Sections of Chapters.
- c. The Council may borrow and lend money and own property of all kinds, movable or immovable, and engage in other activities which may be incidental to any of the above purposes.
- d. The Council may act as trustee for scholarships, endowments, or trusts of philanthropic nature.
- e. This enumeration of purposes shall not be construed as limiting or restricting in any manner the powers of this Council but the Council shall have all of the powers and authority which may be conferred upon nonprofit corporations under the provisions of the laws of the State of Missouri.

ARTICLE IV — DOMAIN

Section 1.

- a. The domain of the Council shall be the State of Missouri.
- b. The place of its official business address shall be as given in the Articles of Incorporation.

ARTICLE V — MEMBERSHIP

Section 1.

- a. All Corporate Members and Members Emeritus of all Chapters or Sections of Chapters of the American Institute of Architects within the State of Missouri shall automatically be Members of the Council.
- b. All Professional Associates and Associates of all Chapters or Sections of Chapters of the American Institute of Architects within the State of Missouri shall automatically be Professional Associates and Associates of the Council.
- c. All Registered Architects in good standing in the Missouri Association of Registered Architects at the date of termination, and who are 60 years of age or over, shall, upon their request, be designated SPECIAL MEMBERS of the Council without being required to join the American Institute of Architects.

Section 2.

Members and Associates shall be elected in the following fashion:

- a. An architect elected a Corporate Member of the American Institute of Architects and assigned to a Chapter or Section of a Chapter within the State of Missouri automatically becomes a Corporate Member of the Council.
- b. An architect elected a Professional Associate of a Chapter or Section of a Chapter of the American Institute of Architects within the State of Missouri automatically becomes a Professional Associate of the Council.
- c. A person elected an Associate of a Chapter or Section of a Chapter of the American Institute of Architects within the State of Missouri automatically becomes an Associate of the Council.
- d. An architect granted the position of Member Emeritus of the American Institute of Architects and assigned to a Chapter or Section of a Chapter within the State of Missouri automatically becomes a Member Emeritus of the Council.

Section 3.

None of the above Members, Professional Associates or Associates, except those designated as SPECIAL MEMBERS, may resign from the Council, nor may they resign from the American Institute of Architects or one of its Chapters or Sections of Chapters and remain a member of the Council.

Section 4.

- a. A Corporate Member or Member Emeritus may be suspended or expelled only by action of the Board of Directors of the American Institute of Architects.
- b. A Professional Associate or Associate may be suspended or expelled only by the Chapter of the American Institute of Architects of which he is a member.

Section 5.

The Association shall obtain from all Chapters of the American Institute of Architects in the State of Missouri by February of each year the names, classifications, and addresses of all the Chapter Corporate, Professional Associate, and Emeritus Members in good standing on the first day of January of that year.

Section 6.

Privileges of Corporate Members

A Corporate Member in good standing may exercise all the rights and privileges granted him under these Bylaws.

Section 7.

Privileges of Professional Associates

A Professional Associate in good standing may:

- a. Serve as either Member or Chairman of any Committee of the Council that does not perform any duty of the Executive Committee or that is not concerned with disciplinary matters or Institute business or affairs;
- b. Speak and make motions at any meeting of the Council and vote thereat on any matter that does not concern the affairs of business of the Institute, or the nomination or election of a delegate to an Institute meeting;
- c. **Not** hold office or a directorship of the Council.

Section 8.

Privileges of Associates

An Associate who is in good standing in the Council may:

- a. Serve, **except as Chairman**, on any committee of the Council that does not perform any duty of the Executive Committee or that is not concerned with disciplinary matters or with Institute affairs or business;
- b. Speak or make motions at any meeting of the Council and vote thereat on any matter that does not concern the affairs or business of the Institute, or the nomination or election of a delegate to an Institute meeting, or the nomination or election of an officer or director of the Council;
- c. **Not** hold office or a directorship of the Association.

Section 9.

Privileges of Special Members

A special Member in good standing may exercise all the rights and privileges granted to Corporate AIA Members of the Council except that voting privileges are not permitted in matters related to National policy of the American Institute of Architects.

ARTICLE VI — AUTHORITY

Section 1.

All of the rights and powers which may be exercised by the Council shall be vested in the Membership. These rights and powers shall be subject to exercise or change by the Membership at the Annual Meeting or a duly called Special Meeting of the Council.

Section 2.

Officers and a Board of Directors shall manage, direct, control, and administer the property, affairs, and business of the Council; shall put into effect all general policies, directions and instructions adopted at the Meetings of the Council and shall act for the Council in all matters within the jurisdiction granted the Officers and Board of Directors by these Bylaws and the Membership. The Board shall govern the expenditure of all funds of whatever nature. No Officer, Director, Committee or Committee Member of the Board may incur any financial obligation for the Council without first having obtained the approval of the Board and its authority to act for the Council.

ARTICLE VII — MEETINGS OF THE COUNCIL

Section 1.

There shall be an Annual Meeting in April or May of the Membership of the Council for the purpose of electing Directors and transacting any other business which may properly come before the Meeting.

Section 2.

Special Meetings of the Membership of the Council shall be held whenever such a meeting is called by: (a) a vote of a majority of the Members at a meeting of the Council; (b) a two-thirds vote of the entire Board of Directors; (c) resolutions adopted by a majority of the Chapters; or (d) a written petition to the Board of Directors signed by not less than 25 percent of all the Members of the Council. The proposal must recite the purposes of the Meeting. The Board of Directors shall call a Special Meeting for the purposes set out in the proposal within 45 calendar days after the proposal is received. A notice of the meeting is to be mailed to every Member not less than 30 calendar days before the date fixed for the meeting.

Section 3.

Voting by proxies cannot be done at Meetings of the Council.

Section 4.

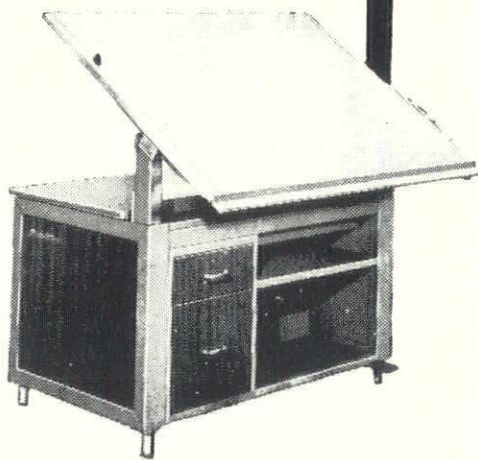
A quorum for a Meeting of the Council shall consist of not less than 25 Corporate Members, and at which meeting there is present at least one Corporate Member from a majority of the Chapters in the State.

Section 5.

Every decision of a Meeting shall be by a majority of the votes cast. All Meetings shall be conducted in accordance with **Roberts Rules of Order Revised**.

(Continued on page 15)

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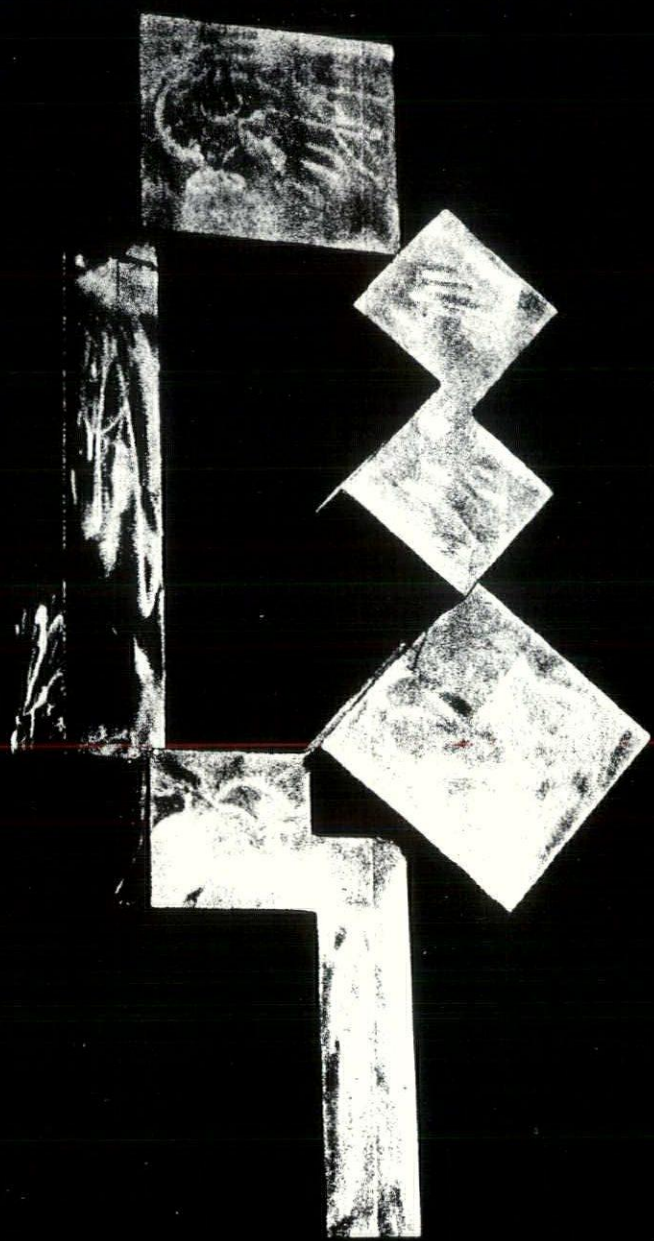


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**ARTICLE VIII — BOARD OF DIRECTORS,
EXECUTIVE COMMITTEE AND OFFICERS**

Section 1.

Board of Directors

- a. There shall be a Board of Directors consisting of thirteen (13) members. The immediate Past President of the Council and the President of each AIA Chapter shall automatically be members of the Board of Directors. All other members of the Board shall be elected by the members of the Council in regular annual session. Board Members shall serve for the terms provided in Section 2 of this Article, running from the date of their election and thereafter until their successors are elected and installed.
- b. The State of Missouri shall be divided into five (5) Districts; Three (3) of said Directors shall be from District I; one (1) of said Directors shall be from District II; five (5) of said Directors shall be from District III; two (2) of said Directors shall be from District IV and one (1) of said Directors shall be from District V. The five (5) districts are hereby identified as follows: District 1 shall include the counties of Worth, Gentry, DeKalb, Clinton, Clay, Jackson, Cass, Bates and all the counties lying north and west thereof. District II shall include the counties of Harrison, Daviess, Caldwell, Ray, Lafayette, Johnson, Henry, Montgomery, Pike and all counties lying to the north and east and bounded within. District III shall include the counties of Lincoln, Warren, Franklin, Crawford, Washington, St. Francois, Ste. Genevieve, all counties lying to the east and bounded within the City of St. Louis, District IV shall include the counties of Vernon, Cedar, Polk, Hickory, Camden, Laclede, Wright, Douglas, Ozark and all counties lying south and west thereof. District V shall include the counties of Howell, Texas, Pulaski, Phelps, Dent, Iron, Madison, Perry and all counties lying east and south thereof.
- c. Each member of the Board of Directors must be a Corporate Member of an AIA Chapter or Section of a Chapter in the State of Missouri, or be a registered Architect designated as a Special Member of the Council.

Section 2.

Directors/Terms of Office

Each Director except the immediate Past President and the Presidents of each AIA Chapter shall serve for a term of three (3) years and until a successor is elected and installed. The immediate Past President of the Council and the Presidents of each AIA Chapter shall be members of the Board of Directors for a term of one year only. Should a Director resign before the expiration of his term of office, a new Director shall be nominated by the President and approved by a majority vote of the Board of

Directors. The newly elected Director shall serve only until the next meeting of the Council at which meeting a Director shall be elected to serve out the unexpired term.

Section 3.

Voting Rights

No Director, or Officer, of the Council shall cast more than one vote upon any question or matter pending before its Board of Directors.

Section 4.

Annual Report

The Board of Directors shall file a written report of its proceedings, with the Secretary, at each annual meeting of the Council. Said annual report shall have attached thereto the report of each committee at large previously filed with such recommendations with respect to such reports as the Directors may deem proper.

Section 5.

Removal from Office

Any Director of the Council may be removed from office if found guilty by a $\frac{2}{3}$ vote of the membership of any offense which affects the interest or good government of the Council, or of any offense which is indictable under the laws of the land.

If a Director should be absent from three successive regular or specially called Board of Directors meetings, other than for illness or other reasonable cause so reported to the President, then the Board of Directors may determine there is a vacancy on the Board of Directors and a new Director shall be nominated by the President and approved by a majority vote of the Board of Directors. The newly elected Director shall serve only until the next meeting of the Council at which meeting a Director shall be elected to serve out the unexpired term.

Section 6.

Executive Committee

There shall be an Executive Committee of the Board composed of the President, Vice President, Secretary, Treasurer and two additional Directors elected by the Board from its membership. The Executive Committee shall act for the Board between meetings of the Board. The Executive Committee shall not originate any major policy or take any action which would conflict in whole or in part with any action of the Board or of any Meeting of the Council or any rule or policy of the Institute.

Section 7.

Officers

- a. The Officers of the Council shall consist of a President, Vice President, Secretary and Treasurer. The Officers shall be Corporate Members or Special Members and shall be elected from the membership of the Board of Directors by the newly elected Board at the Annual Meeting of the Council.

(Continued on page 17)

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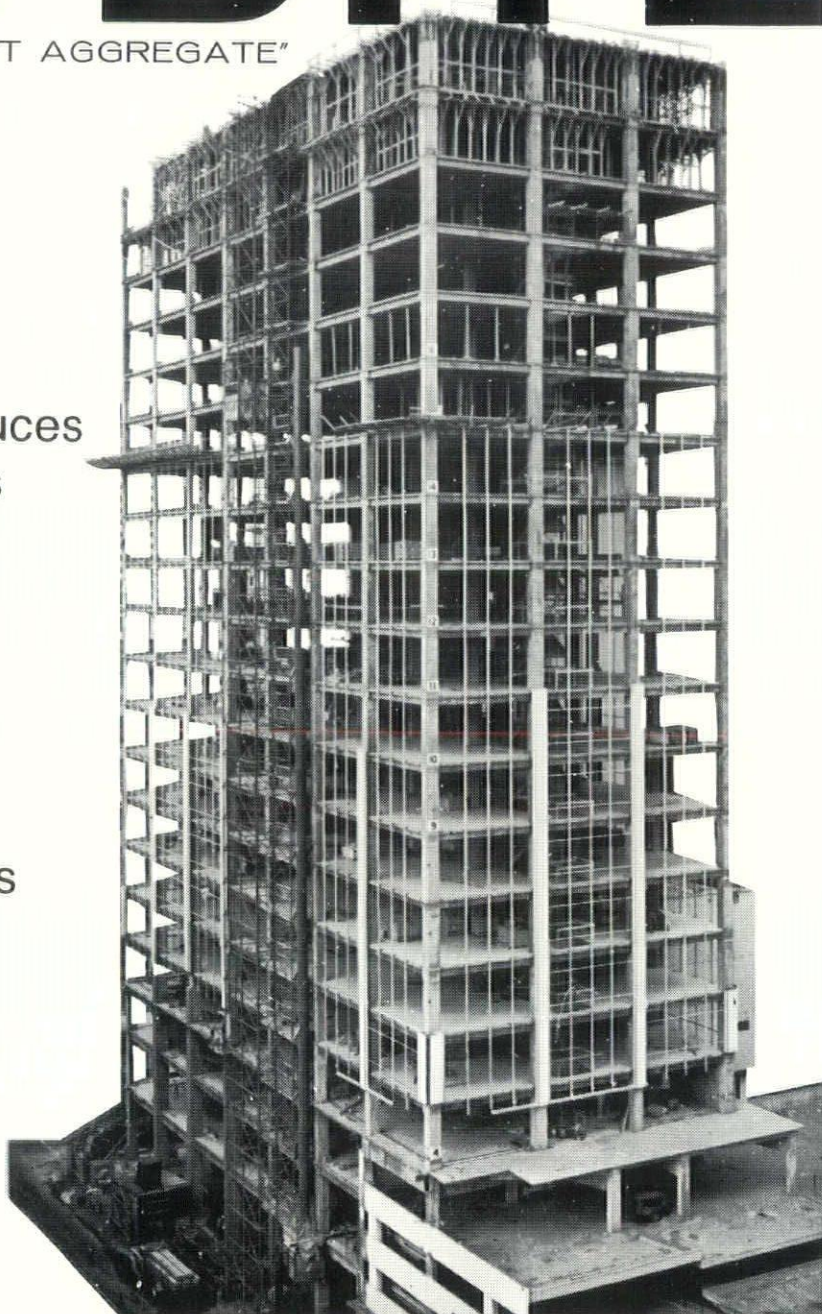
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BY-LAWS from page 15

- b. The President shall be the administrative head of the Council, shall exercise general supervision over its affairs and shall perform all the duties required of him by these Bylaws or delegated to him by the Board, and all other duties which are usual and incidental to this office. He shall preside at every meeting of the Council, the Board, and the Executive Committee. He shall appoint all Committees. He shall together with the Secretary, sign all contract and legal documents for and in the name of the Council but only when so authorized by the Board.
- c. The Vice President shall, in the absence of the President, preside and perform all the duties as may properly be assigned to him by the President or the Board.
- d. The Secretary shall take charge and be responsible for all of the clerical work pertaining to the business of the Council except that pertaining to subsidized publications. He shall:
 - 1. together with the President, and when so authorized by the Board, sign all contract and legal documents for and in the name of the Council;
 - 2. keep a record of all meetings of the Council and of the Board;
 - 3. make and maintain a complete record of all Members;
 - 4. issue notices of all authorized Meetings of the Council to all Members, as provided in these Bylaws;
 - 5. issue notices of all authorized Meetings of the Board to all Officers and Directors, as provided in these Bylaws;
 - 6. present a written report of the affairs of his office at each regular meeting of the Board;
 - 7. cause to be exhibited any and all data, records, correspondence, documents, membership roll and any other information in his care or possession, whenever so required by the President or the Board.
- e. The Treasurer shall make and forward all invoices, receive all moneys (except for subsidized publications), and deposit the same in the name of the Council in a Bank approved by the Board. He shall:
 - 1. keep regular and systematic books of accounts;
 - 2. exhibit these books and any and all papers and vouchers when so required by the President or the Board;
 - 3. submit a written statement of receipts and disbursements to the Board at each regular meeting;
 - 4. pay such bills as are presented to him by the authority of the Board only;
 - 5. sign all checks for the Council;
 - 6. submit an audit of the books, prepared by a firm authorized by the Board, at the completion of his term of office;
 - 7. submit a Fidelity Bond in favor of the Council, the cost of which shall be paid by

the Association.

Section 9.

Delegate to Institute Convention

- a. The Council shall have delegate representation at the Annual Convention of the American Institute of Architects in accordance with Institute Bylaws relating to State Organizations. Such delegate shall be the President. In the absence of the President, the order of succession shall be the Vice President, the Secretary and the Treasurer.
- b. The expense of such delegate shall be defrayed in an amount to be determined by the Board.

ARTICLE IX — MEETINGS OF THE BOARD AND EXECUTIVE COMMITTEE

Section 1.

Meetings of the Board of Directors

- a. Regular meetings of the Board of Directors shall be held three times a year at a time and place fixed by the Board. One of the regular meetings shall be held shortly after the Annual Meeting at which time committees shall be appointed, organization effected, and general plans and policies determined for the succeeding year, and one of the regular meetings shall be held shortly after the Annual Convention of the Institute.
- b. Special meetings of the Board shall be held on the call of the President, or if voted by the Board, or on written request of a majority of the Board.
- c. Notice of each meeting of the Board shall be sent in writing by the Secretary to each member of the Board not less than ten (10) days before the date fixed for the meeting. Minutes of these meetings shall be recorded by the Secretary and approved by the Board in its succeeding meeting.

Section 2.

Meetings of the Executive Committee

Meetings of the Executive Committee shall be held on call by the President. Notice of meeting of the Executive Committee shall be sent to all Committee members at least four (4) days prior to the meeting. Minutes of the meeting shall be kept as required for meetings of the Board.

ARTICLE X — COMMITTEES

Section 1.

Committees

- a. Committees may be established to perform services for the Council and each such committee may create one or more sub-committees.
- b. The Council Committees shall consist in **Standing Committees**, established by these Bylaws, and **Special Committees**, established by the Board of Directors or the Executive Committee or meetings of the Council.

Section 2.

The Standing Committees

- a. The Council shall establish two types of Standing Committees both of which shall cooperate with the appropriate National Commission of the Institute.

- b. The first type of Standing Committee is one which serves the special needs of the Council and cooperates with similar committees of the Chapters or Sections of Chapters of the Institute located within the State of Missouri. These Standing Committees shall include:

1. Committee on Governmental Relations

There shall be a Committee on Governmental Relations consisting of 3 Corporate Members, 2 Professional Associates and 2 Associates.

It shall be the duty of this Committee to promote the usefulness of the profession and the Council to the various governmental bureaus and agencies having charge of the planning and designing of public buildings and monuments and their environment; to promote the employment of architects in private practice to plan and design such public works; to maintain liaison with the legislature of the state to forward statewide and local legislation that will promote the welfare of the architectural profession and the construction industry and the public health and welfare. It shall cooperate with the national Commission on Public Affairs of the Institute.

2. Committee on Relations with the Building Industry

There shall be a standing Committee on Relations with the Building Industry, consisting of 2 Corporate Members, 2 Professional Associates and 1 Associate.

It shall be the duty of the Committee to foster a cooperative relationship between architects and contractors, producers of building materials and equipment and other elements of the building industry. It shall cooperate with the national Commission on Professional Practice of the Institute.

- c. The second type of Standing Committee is one which is equivalent to those state organizations or regional or national committees with similar titles and duties. They shall work through the regional committees of the same name with the national committees in forwarding the programs of the respective committees. These Standing Committees may include committees on State and Chapter Organization, Student Affairs, Education, Office Procedures, Research for Architecture, Urban Design, Residential Architecture, Historic Buildings, School and College Architecture, Hospital Architecture, Aesthetics, Collaborating Arts and Exhibitions, etc.

d. Other Committees

The Council may establish other standing committees which are not specifically mentioned in these Bylaws, upon adoption of a motion to that effect.

ARTICLE XI — COMMISSIONS

Section 1.

The Council may establish commissions to act as supervisory and liaison agents for the Executive Committee on the committees of the

Council.

Section 2.

Each commission shall consist of not less than one and not more than three members appointed by the President of the Council, one of whom shall be a member of the Executive Committee, provided that such member of the Executive Committee need not serve as chairman of the commission unless so appointed by the President of the Council.

Section 3.

The term of office of the members of a commission shall not be more than one year and that term shall coincide with the term of the President of the Council.

Section 4.

The number and type of commissions shall be similar in title and functions to those of the national commissions of the Institute which presently include the Commission on the Professional Society, the Commission on Education, the Commission on Professional Practice, the Commission on Architectural Design and the Commission on Public Affairs.

Section 5.

- a. The Commission on the Professional Society shall have jurisdiction over the committees whose functions relate to the administration of Chapter Affairs or business.
- b. The Commission on Education and Research shall have jurisdiction over the committees whose functions relate to architectural education, architectural research, pre-registration training and the registration or licensing of architects.
- c. The Commission on Professional Practice shall have jurisdiction over the committees whose functions relate to the practice of architecture.
- d. The Commission on Architectural Design shall have jurisdiction over the committees whose functions relate to architectural design.
- e. The Commission on Public Affairs shall have jurisdiction over the committees whose functions relate to public affairs or governmental relations.

ARTICLE XII — FINANCES

Section 1.

Fiscal Year

The fiscal year of the Council shall begin on the first day of June and end on the thirty-first day of May of the same calendar year.

Section 2.

Amount of Dues

Annual dues of: Corporate Members shall be 10 Dollars.

Professional Associates shall be 10 Dollars.

Associates shall pay no dues.
Members Emeritus shall pay no dues.

A Member admitted to membership less than six (6) months prior to the close of the fiscal year shall pay dues for one-half year. There shall be no admission fee.

Section 3.

Dues Payable

- a. All dues shall be for the fiscal year of this Council and shall be due and payable to this Council on the first day of June.
- b. If the dues of any Corporate Member are in default on the last day of the calendar year in which they become payable, the Board of Directors shall request the American Institute of Architects to terminate his Membership.
- c. If the dues of any Professional Associate or Associate are in default on the last day of the calendar year in which they become payable, the Board of Directors shall request the Chapter or Section of a Chapter of the American Institute of Architects of which the Professional Associate or Associate is a Member to terminate his Membership.
- d. Each Corporate Member or Professional Associate or Associate or Special Member of this Council shall pay such dues as may be fixed from time to time by a majority of the Membership present and voting at any Annual or Special Meeting of the Council.

Section 4.

Method of Payment of Dues

Dues shall be billed to the Chapter to which the Corporate Member, Professional Associate or Associate belongs and that Chapter or Section of a Chapter shall remit dues collected to the Treasurer of the Council together with a list showing the names of those whose Memberships are covered by the dues remitted. Dues shall be billed directly to each Special Member by the Treasurer.

Section 5.

Remission of Dues

- a. In exceptional instances and for what it deems adequate cause, at its own instance or upon request of a Chapter or Section of a Chapter, the Board of Directors may remit the annual dues to be paid by any Corporate Member or Professional Associate or Associate or Special Member in whole or in part.
- b. The Board will remit the annual dues of any Corporate Member or Professional Associate or Associate whose Chapter dues have not been remitted because that Corporate Member or Professional Associate or Associate is on extended active duty in the Armed Forces of the United States of America.
- c. Remission of dues may be made retroactive.

Section 6.

Reinstatement

Any Corporate Member or Professional Associate or Associate who has been suspended from Membership because of failure to pay dues may be automatically reinstated to his original classification upon reinstatement in the Chapter or Section of a Chapter of which he is a Corporate Member or Professional Associate or Associate.

Section 7.

Annual Budget

No later than thirty days prior to the Annual Meeting of the Council, the Board of Directors by vote of not less than two-thirds of those present, shall adopt an annual budget showing in detail the anticipated income and expenditures of the Council.

Section 8.

Expenditures

- a. The Treasurer shall deposit all funds of the Council in a depository designated by the Board of Directors. Checks for the withdrawal of such funds shall be signed by the Treasurer and countersigned by the President, except that, if approved by the Board of Directors, a member of the Board, named by the Board, may be authorized to countersign checks for the President. The limits of the authority shall be defined by the Board.
- b. No Member, Officer, or Representative of the Council shall have authority to contract any obligation for the Council or to expend any money of the Council unless the contract or commitment has been authorized by the Board of Directors or by specific resolution at a duly called Meeting of the Council; and unless the Board has made an appropriation of funds for the purpose.
- c. No funds shall be spent to pay for any expense or obligation unless an appropriation for that purpose has been made by the Board nor shall any payment be made for any expense or obligation in excess of the unexpended and unencumbered balance of the specific appropriation. However, a petty cash fund not to exceed \$25.00 in amount may be maintained and expenditures may be made from that fund for normal minor expenses.

Section 9.

Annual Dues for State Organization

The Council, as an organization member of the American Institute of Architects, shall pay to the Institute the amount of annual dues required by it to maintain its membership.

ARTICLE XIII — GENERAL PROVISIONS

Section 1.

Reclassification

Any Corporate Member or Professional Associate or Associate of any Council whose membership classification has been changed in the Chapter of which he is a Member, shall automatically be reclassified upon notice from the Chapter Secretary that such reclassification has been accomplished.

Section 2.

Endorsements

Neither the Council nor any of its subsidiary organizations shall make endorsements or recommendations directly or indirectly of a political party or of a nominee for public office or of a commercial material or object.

Section 3.

Cooperation with the American Institute of Architects

The Council shall represent and act for the American Institute of Architects and the Chapters and Sections of Chapters within the State, under a charter issued to it by the Board of the AIA, on State matters only. The Council shall support the Institute and its activities, and shall not directly or indirectly nullify or contravene any bylaw, rule or policy of the Institute. Voting on any question concerning the affairs of the Institute or its Chapters or Sections of Chapters shall be limited to Corporate Members of the Council in good standing.

Section 4.

Titles Which May Be Used

As a State Organization of the American Institute of Architects, the Association may use the following title for official business: "Missouri Council of Architects, Incorporated, a State Organization of the American Institute of Architects."

A Corporate Member of one of the Missouri Chapters of the AIA may, in addition to his AIA designation, use the title "Member of the Missouri Council of Architects, Incorporated."

A Professional Associate of one of the Missouri Chapters of the AIA may use the title "Professional Associate of the Missouri Council of Architects, Incorporated."

An Associate of one of the Missouri Chapters of the AIA may use the title "Associate of the Missouri Council of Architects, Incorporated."

A Member Emeritus of one of the Missouri

Chapters of the AIA may, in addition to his AIA designation, use the title "Member Emeritus of the Missouri Council of Architects, Incorporated."

Section 5.

Relations With Other Organizations

The Council shall have no financial interest in the property, assets or liabilities of any other organization in which it may hold membership, or with which it may be affiliated, unless specifically agreed to in writing by both parties, approved by a meeting of the Council and approved by the Institute.

ARTICLE XIV — AMENDMENTS

Section 1.

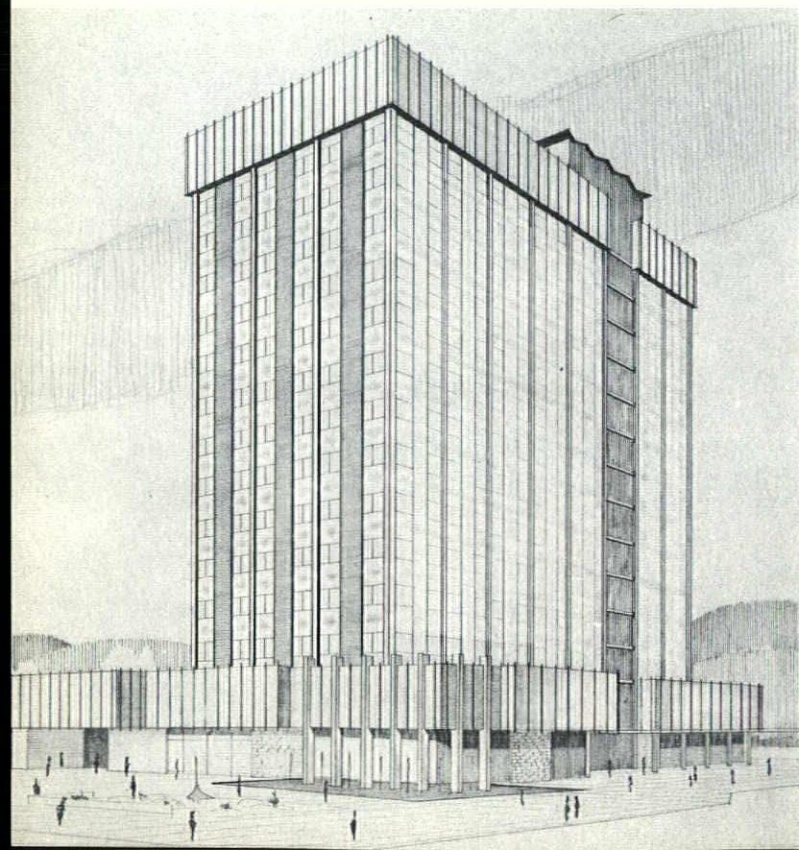
Amendment Procedure

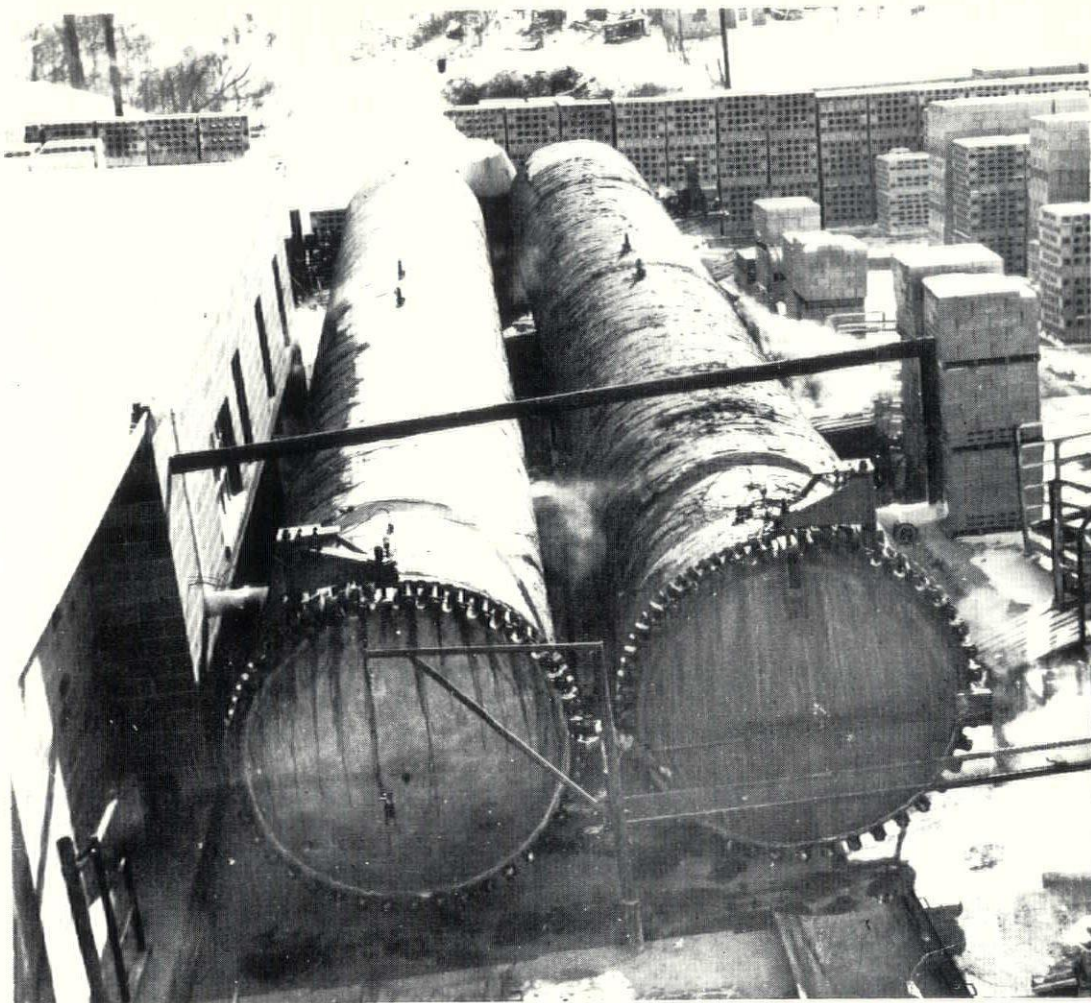
- a. These Bylaws may be amended at any Meeting of the Council provided that a notice stating the purpose of each proposed amendment and the reason for it is sent to every Member entitled to vote, not less than 30 days prior to the date of the Meeting at which the proposed amendment is to be voted on.
- b. The Board of Directors may from time to time alter and amend the Bylaws and add new provisions to them, by the concurring vote of not less than two-thirds of its members, provided that a notice stating the purpose of each proposed amendment and the reason for it is sent to every Member entitled to vote not less than 30 days prior to the date of the Meeting at which the proposed amendment is to be voted on.
- c. Every such Bylaw amendment shall be approved by the Board of Directors of the American Institute of Architects before becoming effective.

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Work is underway on the new 15-story High Rise Office Building in Springfield, Missouri, known as the "Jefferson National Trust Building". This building was designed by the architectural firm of Marshall-Waters Architects, Inc., of Springfield, Missouri, and is being built by Cousins Contracting Company of St. Louis, Missouri. Owner is the Jefferson National Trust Company of St. Louis, Missouri.

With the construction of this new office building, a new era of construction has started for office buildings, it having been over thirty (30) years since the last major office building was built in Springfield. The office building will contain approximately 180,000 sq. ft. Next phase of construction will be a two-story enclosed shopping Mall to be located adjacent to the office building. Construction is scheduled to be completed in approximately 16 months.





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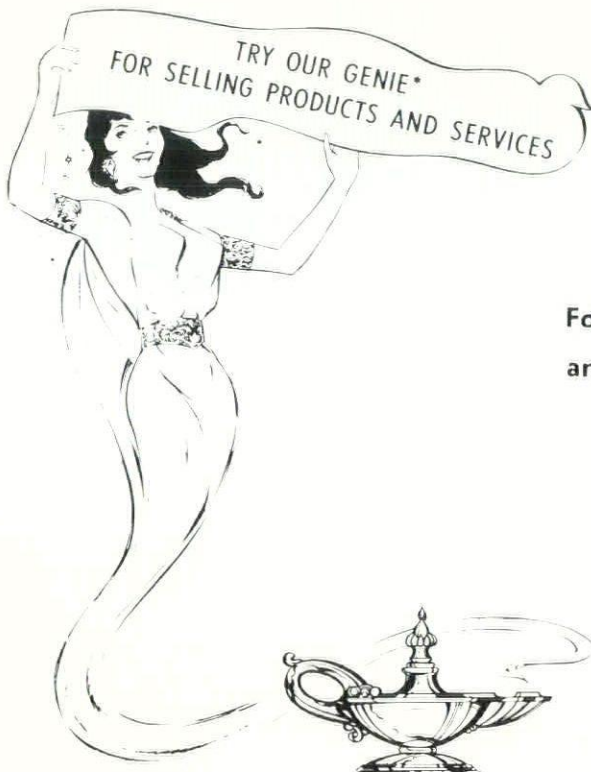
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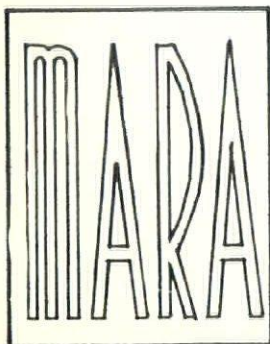
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